



MEMORANDUM OF UNDERSTANDING

This Memorandum of Understanding (“MOU”) is made by and between OneCare Vermont Accountable Care Organization, LLC (“OneCare”) and the Green Mountain Surgery Center (“ASC”) with respect to future contracts.

Once the ASC becomes operational, OneCare will enter into an agreement with the ASC on such terms and conditions as are approved by the OneCare Board of Managers and consistent with the requirements of the programs in which OneCare is participating.

OneCare acknowledges that the ASC will seek a fixed payment arrangement and agrees to work toward that in a manner that is consistent with program requirements, available information and ACO strategy.

This MOU may be executed in two or more counterparts as long as each party executes at least one counterpart. A counterpart shall be deemed executed when it is either signed or authenticated in writing or by means of electronic transmission, with any counterpart of this consent delivered by means of facsimile machine, or by .PDF, .TIF, .GIF, .JPEG, or similar attachment to electronic mail (or any email making specific reference to this consent and approving the same) treated in all manner and respects as an original executed written counterpart.

The parties have executed this MOU on the date(s) set forth below, to be effective upon the date of the last signing party.

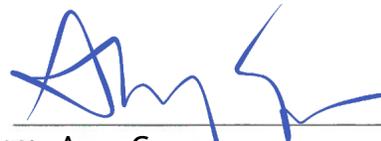
OneCare Vermont

Dated: April 18, 2018

By: 
Name: Todd B. Moore
Title: CEO

Green Mountain Surgery Center

Dated: 4/18/18, 2018

By: 
Name: Amy Cooper
Title: Manager